

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION,
et al.,¹

Debtors.

Chapter 11

Case No. 18-23538 (RDD)
(Jointly Administered)

Re: Docket No. 1730, 2069, 2264, 2267 and 3298

**SUPPLEMENTAL DECLARATION OF PERRY SCHONFELD
SUPPORTING OBJECTION OF LBA REALTY LLC TO NOTICE
OF ASSUMPTION AND ASSIGNMENT OF ADDITIONAL
DESIGNATABLE LEASES**

I, PERRY SCHONFELD, declare:

1. I am a principal and Chief Operating Officer ("COO") of LBA Realty LLC ("LBA"). LBA is a full service real estate investment and management company with a diverse portfolio of office and industrial properties in major markets throughout the United States. As a

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); SHC Licensed Business LLC (3718); and SHC Promotions LLC (9626). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

principal and COO of LBA, I am responsible for LBA's operations, assets, and property management services.

2. The following landlords (collectively, the "LBA Landlords"), pursuant to written leases (each, a "Lease," and, collectively, the "Leases"), are lessors of the Debtors' distribution center/warehouses for the locations listed below:

<u>Debtors' Store #</u>	<u>Landlord</u>	<u>Location</u>
8720	2065 George Street, LLC	2065 George Street Melrose Park, Illinois
8748	500 Warner Avenue, LLC and 960 Sherman Street, LLC	960 Sherman Street San Diego, California
8870	1600 Roe Street, LLC	1600 Roe Street Dallas, Texas
8808	500 Warner Avenue, LLC and 960 Sherman Street, LLC	500 West Warner Avenue Santa Ana, California
8825	3825 Forsyth, LLC	3825 Forsyth Road Winter Park, Florida

3. This declaration is submitted in response to the *Notice of Assumption and Assignment of Additional Designatable Leases* [Docket No. 3298], designating each of the Leases for assignment to Transform Distribution Center Holdco LLC, purportedly a subsidiary of Transform Holdco LLC ("Buyer") the buyer of certain of Debtors' assets, including lease designation rights.

4. LBA is affiliated with each of the LBA Landlords and as a principal and COO of LBA, I am one of the persons at LBA responsible for operations and management of each of the properties owned by the LBA Landlords that are subject to the Leases. I have been with LBA

since 1997. Before joining LBA, I was an associate director with Cushman & Wakefield. I have over 30 years of experience in the real estate industry.

5. This declaration supplements my prior *Declaration of Perry Schonfeld Supporting Objection of Landlords Affiliated With LBA Realty LLC to Debtors' Notices of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction*, filed January 31, 2019 [Docket No. 2267] ("Prior Declaration").

6. As a consequence of my position, I am one of the custodians of records of the LBA Landlords as those books, records, and files relate to the use and occupancy each of the premises subject to the Leases. I am personally familiar with each of the underlying Leases. As part of LBA's duties, LBA has visited each of the underlying premises. If called upon to testify in this proceeding, as to the matters set forth in this declaration, I could and would competently testify thereto, since the facts set forth herein are personally known to me to be true.

7. As set forth in my Prior Declaration, in connection with each of the Leases, the applicable Debtor-tenant prepaid certain base rent in advance for certain base rent that would come due under the Leases (the "Prepaid Rent"). The aggregate Prepaid Rent for each Lease varied in amount (between 7 months to 18 months of base rent). In each instance, the Prepaid Rent was required by LBA as a result of the Debtors' financial condition at the time the Leases were entered into.

8. Attached hereto as Exhibit "1" is a chart, updated from that attached to my Prior Declaration, that shows, among other things, the original amount of Prepaid Rent that the applicable Debtors paid with respect to each of the Leases. As set forth in the chart, the Prepaid Rent for the Warner Avenue, Sherman Street, and the Dallas leases has been applied in full and no

Prepaid Rent remains for such leases. The amount of Prepaid Rent remaining as of May 1, 2019, as to the other leases is reflected in Exhibit "1".

9. Where rent has been prepaid for any month following the petition date, the Debtors have not paid the applicable LBA Landlord the monthly base rent due for such month. Rather, following their bankruptcy filing, the Debtors asserted that the base rent for the applicable month was satisfied by the Prepaid Rent. As a result, for each month following the petition date, the amount of Prepaid Rent has been reduced in accordance with the schedule for Prepaid Rent in the applicable lease. Exhibit "1" shows the status of Prepaid Rent as of May 1, 2019. The amount of Prepaid Rent remaining will continue to reduce as additional months elapse postpetition without any payment of applicable base rent.

10. In addition to monthly base rent due under the Leases, the Debtors are also responsible to pay additional rent for certain expenses such as insurance and taxes. In addition to showing the status of Prepaid Rent, Exhibit "1" also shows the total amount of additional rent and charges due and owing for each of the Leases as of May 1, 2019. Prepaid rent is only applied to certain monthly base rent and the Debtors must pay any additional rent when such amounts become due.

11. The Debtors are also responsible for obtaining insurance coverage that complies with terms of the Leases. At present, the Debtors' insurance continues to be non-complaint as the Debtors have not provided each of the LBA Landlord's with certificates demonstrating that they have commercial general liability insurance with at least at a \$15,000,000 limit per occurrence as required by the Leases.

12. In addition, in accordance with Section 8(c) of the Lease for the Winter Park premises, the Winter Park Debtor-tenant is required to repair certain damage caused by Hurricane

Irma at an estimated cost of \$1,400,000 (the "Hurricane Work Amount"). I am informed and understand that while roof repairs and work on the awning structure have been completed, work is still pending on electrical systems and the sprinkler system under the awning and certain inspections remain to be undertaken. Subject to the terms of Section 8(c) of the Winter Park lease, following substantial completion of all the underlying hurricane work, the Winter Park Debtor-tenant has a right to reimbursement for the Hurricane Work Amount subject to such tenant's full compliance with the terms of the Winter Park Lease related such reimbursement.

13. I have received and reviewed a 4-page letter from Buyer, with attachment, dated April 26, 2019, purporting to provide, on a "confidential and proprietary" basis, evidence of adequate assurance of future performance required by the Bankruptcy Code in connection with the proposed assignment of leases, including the Leases. Buyer's short narrative and limited projections of revenue, EBITDA, operating cash flow and availability of Buyer's existing financing, presented on a consolidated basis (i.e., not at the level of the proposed assignee of the Leases), are not sufficient financial support for LBA to agree to forego any requirement of credit enhancement in connection with the requirement that the proposed assignee demonstrate adequate assurance of future performance. LBA has not, to date, been provided with any financial information specific to the proposed assignee, Transform Distribution Center Holdco LLC, consistent with the information we would request, and expect to receive, from a prospective new tenant. Similarly, we have not received to date any information comparing the projected financial condition of either Buyer or Transform Distribution Center Holdco LLC to that of the Debtor-tenant at any time period, including at the time the Leases were entered into.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed this 2nd day of May, 2019, at Irvine, California.



PERRY SCHONFELD

SEARS ACCOUNTS RECEIVABLES SUMMARY

3825 FORSYTH ROAD		SEARS HOLDING CORPORATION		ESCROW PREPAID		
WINTER PARK, FL				RENT	NET BALANCE	
Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	(524,876.76)	
9/1/2018	BASE RENT	43,093.33	11/1/2018 UNAPPLIED PAYMENT	(4,055.79)	Applied to March 2019 Rent	43,093.33
10/1/2018	BASE RENT	43,093.33	12/3/2018 UNAPPLIED PAYMENT	(7,001.25)	Applied to April 2019 Rent	43,093.33
10/1/2018	UNAPPLIED PAYMENT	(7,001.25)	1/1/2019 CAM REGULAR	65,995.00	Applied to May 2019 Rent	43,093.33
2/1/2019	2018 CAM Rec - Pre-petition (8/24/18-10/14/18)	33,419.99	1/1/2019 FL SALES&USE TAX - RENT	2,714.88		
2/1/2019	FL SALES&USE TAX - CMR - Pre-petition	2,072.04	1/1/2019 INSURANCE	1,401.00		
			1/1/2019 BASE RENT	43,093.33		
			1/1/2019 TAXES	12,924.00		
			1/7/2019 PAYMENT RECEIVED	(46,999.24)		
			1/22/2019 PAYMENT RECEIVED	(43,734.73)		
			1/22/2019 PAYMENT RECEIVED	(548.10)		
			1/30/2019 PAYMENT RECEIVED	(7,001.25)		
			2/1/2019 JANUARY FL SALES&USE TAX TRUE-UP	2,240.56		
			2/1/2019 JANUARY CAM TRUE-UP	(43,487.00)		
			2/1/2019 CAM REGULAR	22,508.00		
			2/1/2019 FL SALES&USE TAX - CAM	1,395.50		
			2/1/2019 INSURANCE	1,401.00		
			2/1/2019 FL SALES&USE TAX - INS	86.86		
			2/1/2019 BASE RENT	43,093.33		
			2/1/2019 FL SALES&USE TAX - RENT	2,671.79		
			2/1/2019 TAXES	12,924.00		
			2/1/2019 FL SALES&USE TAX - TAXES	801.29		
			2/1/2019 2018 CAM Rec - Post-petition (10/15/18-12/31/18)	13,506.52		
			2/1/2019 FL SALES&USE TAX - CMR - Post-petition	837.40		
			2/6/2019 PAYMENT RECEIVED	(46,999.24)		
			2/27/2019 PAYMENT RECEIVED	(7,001.25)		
			3/1/2019 CAM REGULAR	22,508.00		
			3/1/2019 FL SALES&USE TAX - CAM	1,395.50		
			3/1/2019 FL SALES&USE TAX - RENT	2,671.79		
			3/1/2019 INSURANCE	1,401.00		
			3/1/2019 FL SALES&USE TAX - INS	86.86		
			3/1/2019 TAXES	12,924.00		
			3/1/2019 FL SALES&USE TAX - TAXES	801.29		
			4/1/2019 CAM REGULAR	22,508.00		
			4/1/2019 FL SALES&USE TAX - CAM	1,395.50		
			4/1/2019 FL SALES&USE TAX - RENT	2,671.79		
			4/1/2019 INSURANCE	1,401.00		
			4/1/2019 FL SALES&USE TAX - INS	86.86		
			4/1/2019 TAXES	12,924.00		
			4/1/2019 FL SALES&USE TAX - TAXES	801.29		
			4/8/2019 PAYMENT RECEIVED	(3,905.91)		
			4/10/2019 PAYMENT RECEIVED	(7,001.25)		
			5/1/2019 CAM REGULAR	22,508.00		
			5/1/2019 FL SALES&USE TAX - CAM	1,395.50		

5/1/2019 FL SALES&USE TAX - RENT	2,671.79
5/1/2019 INSURANCE	1,401.00
5/1/2019 FL SALES&USE TAX - INS	86.86
5/1/2019 TAXES	12,924.00
5/1/2019 FL SALES&USE TAX - TAXES	801.29

Total Outstanding Charges:	114,677.44	135,224.77	(395,596.77)	(145,694.56)
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2065 GEORGE STREET	SEARS HOLDING CORPORATION	ESCROW PREPAID	
MELROSE PARK, IL		RENT	NET BALANCE

Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	(795,736.92)
6/27/2018 UNAPPLIED PAYMENT	(140,329.82)	11/7/2018 UNAPPLIED PAYMENT	(2,559.92)	Applied to November 2018 Rent	65,331.44
7/30/2018 UNAPPLIED PAYMENT	(77,192.51)	12/3/2018 UNAPPLIED PAYMENT	(11,861.07)	Applied to December 2018 Rent	65,331.44
2/1/2019 2018 CAM Rec - Pre-petition (4/5/18-10/14/18)	24,766.66	1/1/2019 CAM REGULAR	31,964.00	Applied to January 2019 Rent	65,331.44
2/1/2019 2017 2nd Installment Tax True-up	14,346.73	1/1/2019 INSURANCE	1,718.00	Applied to February 2019 Rent	65,331.44
		1/1/2019 TAXES	84,367.00	Applied to March 2019 Rent	65,331.44
		1/4/2019 PAYMENT RECEIVED	(77,192.51)	Applied to April 2019 Rent	65,331.44
		1/7/2019 PAYMENT RECEIVED	(2,559.92)	Applied to May 2019 Rent	67,291.38
		1/30/2019 PAYMENT RECEIVED	(77,192.51)		
		2/1/2019 CAM REGULAR	31,964.00		
		2/1/2019 INSURANCE	1,718.00		
		2/1/2019 TAXES	84,367.00		
		2/1/2019 2018 CAM Rec - Post-petition (10/15/18-12/31/18)	10,009.32		
		2/6/2019 PAYMENT RECEIVED	(2,559.92)		
		2/25/2019 PAYMENT RECEIVED	(72,724.84)		
		2/27/2019 PAYMENT RECEIVED	(77,192.51)		
		3/1/2019 CAM REGULAR	31,964.00		
		3/1/2019 INSURANCE	1,718.00		
		3/1/2019 TAXES	84,367.00		
		3/5/2019 PAYMENT RECEIVED	(2,559.92)		
		4/1/2019 CAM REGULAR	31,964.00		
		4/1/2019 INSURANCE	1,718.00		
		4/1/2019 TAXES	84,367.00		
		4/8/2019 PAYMENT RECEIVED	(2,559.92)		
		4/10/2019 PAYMENT RECEIVED	(77,192.51)		
		4/30/2019 PAYMENT RECEIVED	(2,559.92)		
		5/1/2019 CAM REGULAR	31,964.00		
		5/1/2019 INSURANCE	1,718.00		
		5/1/2019 TAXES	84,367.00		
Total Outstanding Charges:		(178,408.94)	191,538.85	(336,456.90)	(323,326.99)

1055 HANOVER STREET	SEARS HOLDING CORPORATION	ESCROW PREPAID	
WILKES BARRE, PA		RENT	NET BALANCE

Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	(3,720,035.10)
5/1/2018 INSURANCE	2,437.17	11/1/2018 INSURANCE	2,437.17	Applied to November 2018 Rent	305,421.60
6/1/2018 INSURANCE	2,437.17	12/1/2018 INSURANCE	2,437.17	Applied to December 2018 Rent	305,421.60
7/1/2018 INSURANCE	2,437.17	1/1/2019 CAM REGULAR	8,748.00	Applied to January 2019 Rent	305,421.60
8/1/2018 INSURANCE	2,437.17	1/1/2019 INSURANCE	3,755.00	Applied to February 2019 Rent	305,421.60
9/1/2018 INSURANCE	2,437.17	2/1/2019 CAM REGULAR	8,748.00	Applied to March 2019 Rent	305,421.60

10/1/2018	INSURANCE	2,437.17	2/1/2019	INSURANCE	3,755.00	Applied to April 2019 Rent	305,421.60
2/1/2019	2018 CAM Rec - Pre-petition (4/5/18-10/14/18)	122,457.05	2/1/2019	2018 CAM Rec - Post-petition (10/15/18-12/31/18)	49,490.42	Applied to May 2019 Rent	314,584.25
			2/1/2019	1/19-6/19 TAX REIMBURSEMENT	102,758.87		
			3/1/2019	CAM REGULAR	8,748.00		
			3/1/2019	INSURANCE	3,755.00		
			3/1/2019	LATE FEE	1,250.30		
			4/1/2019	CAM REGULAR	8,748.00		
			4/1/2019	INSURANCE	3,755.00		
			5/1/2019	CAM REGULAR	8,748.00		
			5/1/2019	INSURANCE	3,755.00		
Total Outstanding Charges:		137,080.07			220,888.93	(1,572,921.25)	(1,214,952.25)

1 IMESON PARK BLVD	SEARS HOLDING CORPORATION	ESCROW PREPAID	
JACKSONVILLE, FL		RENT	NET BALANCE

Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	
2/1/2019	2018 CAM Rec - Pre-petition (4/5/18-10/14/18)	51,555.88	1/1/2019	CAM REGULAR	5,990.00
2/1/2019	FL SALES&USE TAX - CMR	3,454.24	1/1/2019	INSURANCE	7,970.00
			1/1/2019	FL SALES&USE TAX	13,319.73
			1/7/2019	PAYMENT RECEIVED	(16,452.71)
			2/1/2019	JANUARY FL SALES&USE TAX TRUE-UP	739.44
			2/1/2019	FL SALES&USE TAX - RENT	13,123.85
			2/1/2019	CAM REGULAR	5,990.00
			2/1/2019	FL SALES&USE TAX - CAM	401.33
			2/1/2019	INSURANCE	7,970.00
			2/1/2019	FL SALES&USE TAX - INS	533.99
			2/1/2019	2018 CAM Rec - Post-petition (10/15/18-12/31/18)	20,836.05
			2/1/2019	FL SALES&USE TAX - CMR	1,396.02
			2/6/2019	PAYMENT RECEIVED	(16,452.71)
			3/1/2019	FL SALES&USE TAX - RENT	13,123.85
			3/1/2019	CAM REGULAR	5,990.00
			3/1/2019	FL SALES&USE TAX - CAM	401.33
			3/1/2019	INSURANCE	7,970.00
			3/1/2019	FL SALES&USE TAX - INS	533.99
			3/5/2019	PAYMENT RECEIVED	(16,452.71)
			4/1/2019	FL SALES&USE TAX - RENT	13,123.85
			4/1/2019	CAM REGULAR	5,990.00
			4/1/2019	FL SALES&USE TAX - CAM	401.33
			4/1/2019	INSURANCE	7,970.00
			4/1/2019	FL SALES&USE TAX - INS	533.99
			4/8/2019	PAYMENT RECEIVED	(16,452.71)
			5/1/2019	FL SALES&USE TAX - RENT	13,517.57
			5/1/2019	CAM REGULAR	5,990.00
			5/1/2019	FL SALES&USE TAX - CAM	401.33
			5/1/2019	INSURANCE	7,970.00
			5/1/2019	FL SALES&USE TAX - INS	533.99
Total Outstanding Charges:		55,010.12			96,910.80
					(1,008,773.75)
					(856,852.83)

1600 ROE STREET	SEARS, ROEBUCK AND COMPANY	ESCROW PREPAID	
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DALLAS, TX				RENT	NET BALANCE
Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	(2,311,396.50)
1/1/2018 INSURANCE	216.00	11/1/2018 INSURANCE	216.00	Applied to February 2018 Rent	190,547.83
2/1/2018 INSURANCE	216.00	12/1/2018 INSURANCE	216.00	Applied to March 2018 Rent	190,547.83
3/1/2018 INSURANCE	216.00	1/1/2019 CAM REGULAR	7,521.00	Applied to April 2018 Rent	190,547.83
4/1/2018 INSURANCE	216.00	1/8/2019 PAYMENT RECEIVED	(7,120.00)	Applied to May 2018 Rent	190,547.83
4/13/2018 2017 CAM REC CREDIT	(8,026.62)	2/1/2019 INSURANCE	7,521.00	Applied to June 2018 Rent	190,547.83
5/1/2018 INSURANCE	216.00	2/1/2019 BASE RENT	194,684.92	Applied to July 2018 Rent	190,547.83
6/1/2018 INSURANCE	216.00	2/1/2019 2018 CAM Rec - Post-petition (10/15/18-12/31/18)	(4,154.41)	Applied to August 2018 Rent	194,684.92
7/1/2018 INSURANCE	216.00	2/7/2019 PAYMENT RECEIVED	(201,804.92)	Applied to September 2018 Rent	194,684.92
8/1/2018 INSURANCE	216.00	3/1/2019 INSURANCE	7,521.00	Applied to October 2018 Rent	194,684.92
9/1/2018 INSURANCE	216.00	3/1/2019 BASE RENT	194,684.92	Applied to November 2018 Rent	194,684.92
10/1/2018 INSURANCE	216.00	3/5/2019 PAYMENT RECEIVED	(201,804.92)	Applied to December 2018 Rent	194,684.92
2/1/2019 2018 CAM Rec - Pre-petition (1/1/18-10/14/18)	(15,286.10)	4/1/2019 INSURANCE	7,521.00	Applied to January 2019 Rent	194,684.92
		4/1/2019 BASE RENT	194,684.92		
		3/5/2019 PAYMENT RECEIVED	(201,804.92)		
		5/1/2019 INSURANCE	7,521.00		
		5/1/2019 BASE RENT	194,684.92		
Total Outstanding Charges:			200,087.51	0.00	178,934.79

960 SHERMAN STREET SEARS, ROEBUCK AND COMPANY SAN DIEGO, CA				ESCROW PREPAID RENT	NET BALANCE
Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	(704,838.48)
12/18/2018 8/16/18-9/17/18 Elec	1,467.30	12/10/2018 UNAPPLIED PAYMENT	(467.71)	Applied to February 2018 Rent	58,105.75
12/18/2018 9/18/18-10/14/18 Elec	860.42	12/18/2018 10/15/18 - 10/17/18 Elec	95.60	Applied to March 2018 Rent	58,105.75
2/1/2019 2018 CAM Rec - Pre-petition (1/1/18-10/14/18)	20,553.78	1/1/2019 CAM REGULAR	2,926.00	Applied to April 2018 Rent	58,105.75
		1/1/2019 JANUARY CAM CATCH-UP	178.19	Applied to May 2018 Rent	58,105.75
		1/1/2019 INSURANCE	1,005.00	Applied to June 2018 Rent	58,105.75
		1/1/2019 TAXES	7,131.00	Applied to July 2018 Rent	58,105.75
		1/4/2019 PAYMENT RECEIVED	(7,811.00)	Applied to August 2018 Rent	59,367.33
		1/7/2019 PAYMENT RECEIVED	(3,976.88)	Applied to September 2018 Rent	59,367.33
		1/16/2018 10/18/18-11/16/18 Elec	936.77	Applied to October 2018 Rent	59,367.33
		1/30/2019 PAYMENT RECEIVED	(7,811.00)	Applied to November 2018 Rent	59,367.33
		2/1/2019 BASE RENT	59,367.33	Applied to December 2018 Rent	59,367.33
		2/1/2019 CAM REGULAR	2,926.00	Applied to January 2019 Rent	59,367.33
		2/1/2019 FEBRUARY CAM CATCH-UP	178.19		
		2/1/2019 INSURANCE	1,005.00		
		2/1/2019 TAXES	7,131.00		
		2/1/2019 2018 CAM Rec - Post-petition (10/15/18-12/31/18)	5,586.04		
		2/6/2019 PAYMENT RECEIVED	(63,344.21)		
		2/7/2019 11/18-12/18 ELECTRIC	877.39		

2/27/2019 PAYMENT RECEIVED	(5,771.00)
3/1/2019 BASE RENT	59,367.33
3/1/2019 CAM REGULAR	2,926.00
3/1/2019 MARCH CAM CATCH-UP	178.19
3/1/2019 INSURANCE	1,005.00
3/1/2019 TAXES	7,131.00
3/7/2019 PAYMENT RECEIVED	(63,344.21)
3/19/2019 12/17-1/16/19 ELECTRIC	872.40
3/19/2019 1/17-2/17/19 ELECTRIC	833.21
4/1/2019 BASE RENT	59,367.33
4/1/2019 CAM REGULAR	3,104.19
4/1/2019 INSURANCE	1,005.00
4/1/2019 TAXES	7,131.00
4/8/2019 PAYMENT RECEIVED	(51.25)
4/8/2019 PAYMENT RECEIVED	(63,344.21)
4/10/2019 PAYMENT RECEIVED	(7,131.00)
5/1/2019 BASE RENT	59,367.33
5/1/2019 CAM REGULAR	3,104.19
5/1/2019 INSURANCE	1,005.00
5/1/2019 TAXES	7,131.00

Total Outstanding Charges:	22,881.50	79,819.21	0.00	102,700.71
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500 WEST WARNER AVE SEARS, ROEBUCK AND COMPANY	ESCROW PREPAID	
SANTA ANA, CA	RENT	NET BALANCE

Pre-Petition Billing and Payment Detail		Post-Petition Billing and Payment Detail		Original Prepaid Rent	
				(1,277,018.46)	
4/4/2018 2017 CAM REC CREDIT	(2,302.47)	12/1/2018 CAM REGULAR	5,041.00	Applied to February 2018 Rent	105,275.33
5/1/2018 7/17-12/31/17 UTILITY CREDIT	(22,703.42)	12/1/2018 INSURANCE	1,984.32	Applied to March 2018 Rent	105,275.33
2/1/2019 2018 CAM Rec - Pre-petition (1/1/18-10/14/18)	(1,091.29)	12/3/2018 UNAPPLIED PAYMENT	(604.92)	Applied to April 2018 Rent	105,275.33
2/1/2019 Electricity 3/23/18-4/24/18	2,858.01	12/10/2018 UNAPPLIED PAYMENT	(7,176.55)	Applied to May 2018 Rent	105,275.33
2/1/2019 Electricity 4/25/18-5/24/18	4,204.34	1/1/2019 CAM REGULAR	5,192.00	Applied to June 2018 Rent	105,275.33
2/1/2019 Electricity 5/23/18-6/22/18	6,211.85	1/1/2019 INSURANCE	1,665.00	Applied to July 2018 Rent	105,275.33
2/1/2019 Electricity 6/22/18-7/24/18	7,628.17	1/1/2019 TAXES	11,840.00	Applied to August 2018 Rent	107,561.08
2/1/2019 Electricity 7/24/18-8/22/18	7,620.27	1/3/2019 PAYMENT RECEIVED	(12,797.16)	Applied to September 2018 Rent	107,561.08
2/1/2019 Electricity 8/22/18-9/21/18	6,345.50	1/7/2019 PAYMENT RECEIVED	(7,176.55)	Applied to October 2018 Rent	107,561.08
2/1/2019 Electricity 9/21/18-10/14/18	3,956.75	1/30/2019 PAYMENT RECEIVED	(12,797.16)	Applied to November 2018 Rent	107,561.08
		2/1/2019 BASE RENT	107,561.08	Applied to December 2018 Rent	107,561.08
		2/1/2019 CAM REGULAR	5,192.00	Applied to January 2019 Rent	107,561.08
		2/1/2019 INSURANCE	1,665.00		
		2/1/2019 TAXES	11,840.00		
		2/1/2019 2018 CAM Rec - Post-petition (10/15/18-12/31/18)	(296.59)		
		2/1/2019 Electricity 10/15/18-10/21/18	1,154.05		
		2/1/2019 Electricity 10/22/18-11/20/18	4,156.84		
		2/1/2019 Electricity 11/20/18-12/21/18	3,591.04		
		2/1/2019 Electricity 12/21/18-1/23/18	3,728.63		
		2/6/2019 PAYMENT RECEIVED	(114,737.55)		
		2/27/2019 PAYMENT RECEIVED	(12,797.16)		
		3/1/2019 BASE RENT	107,561.08		
		3/1/2019 CAM REGULAR	5,192.00		
		3/1/2019 INSURANCE	1,665.00		

3/1/2019 TAXES	11,840.00
3/7/2019 PAYMENT RECEIVED	(114,737.55)
4/1/2019 BASE RENT	107,561.08
4/1/2019 CAM REGULAR	5,192.00
4/1/2019 INSURANCE	1,665.00
4/1/2019 TAXES	11,840.00
4/8/2019 PAYMENT RECEIVED	(114,737.55)
4/10/2019 PAYMENT RECEIVED	(12,797.16)
4/1/2019 BASE RENT	107,561.08
4/1/2019 CAM REGULAR	5,192.00
4/1/2019 INSURANCE	1,665.00
4/1/2019 TAXES	11,840.00

Total Outstanding Charges:	12,727.71	132,729.30	-	145,457.01
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